

**UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF OHIO  
WESTERN DIVISION**

EASTSIDE LINCOLN MERCURY, <i>et al.</i> ,	:	
	:	
Plaintiffs,	:	
	:	Case No. 1:01cv00567
v.	:	
	:	Judge William O. Bertelsman
FORD MOTOR COMPANY, <i>et al.</i> ,	:	
	:	
Defendants.	:	

**EXHIBIT LIST OF DEFENDANTS FORD MOTOR COMPANY,  
JERRY CARTER AND A.W. WALLS**

Defendants Ford Motor Company, Jerry Carter, and A.W. Walls submit the following list of Exhibits that they may offer at trial.

Exhibit 1	(ELM1 0188)	Undated Letter from Robida to Woeste
Exhibit 2	(ELM1 10945)	May 18, 1995 Letter from Stillpass Lincoln Mercury to Great Lakes Region Regional Manager
Exhibit 3	(ELM1 0370)	April 30, 1996 Action of Board of Directors of Eastside Lincoln Mercury
Exhibit 4	(ELM1 1054)	May 16, 1996 Letter from Budd to Woeste
Exhibit 5	(ELM1 1056-1065)	Warranty Review Practices Field Summary Report for Eastside Lincoln Mercury for May 29, 1996 through June 17, 1996
Exhibit 6	(GRN2 0001-0049)	Guide to Using 126 Report as Diagnostic Tool on Managing the Warranty Counseling Process
Exhibit 7	(ELM1 1055)	June 25, 1996 Letter from McRae to Woeste

Exhibit 8	(ELM1 16429)	November 25, 1996 Memo to All Supervised Dealers
Exhibit 9	(ELM1 0904)	May 1, 1997 Letter from McRae to Woeste
Exhibit 10	(ELM1 0913-926)	May 21, 1997 Follow-Up Warranty Review Summary Report for Eastside Lincoln Mercury
Exhibit 11	(ELM1 2247)	June 3, 1997 Letter from McRae to Woeste
Exhibit 12	(ELM1 0626)	Proposed Signature Update to Eastside Lincoln Mercury Façade dated June 9, 1997
Exhibit 13	(ELM1 0402-03)	September 10, 1997 Letter from Hall to Beattie
Exhibit 14	(ELM1 10944)	November 4, 1997 Letter from Jim Dixon Lincoln Mercury to Ford Motor Company, Cincinnati Regional Sales Office
Exhibit 15	(A00013-16)	October 2, 1997 Letter from Carter to Woeste
Exhibit 16	(A00722)	November 20, 1997 Letter from Carter to Beattie
Exhibit 17	(ELM1 3992-4003)	1997 Lincoln Mercury Division Cincinnati Region Business Plan
Exhibit 18	(A00039)	January 15, 1998 Letter from Carter to Woeste
Exhibit 19	(ELM1 0874)	July 9, 1998 Letter from Walls to Woeste
Exhibit 20	(ELM1 0378-0393)	August 6, 1998 Warranty Audit of Eastside Lincoln Mercury
Exhibit 21	(ELM1 0377)	September 3, 1998 Letter from Walls to Woeste
Exhibit 22	(ELM1 5397-5398)	September 16, 1998 Letter from Walls to Reichert
Exhibit 23	(ELM1 0635)	September 16, 1998 Letter from Erwin to Nudell
Exhibit 24	(GRN2 0985-1157)	Warranty Root Cause Review Process
Exhibit 25	(ELM1 16420-23)	October 1, 1999 Lincoln Mercury General Field Bulletin (with attachments)
Exhibit 26	(ELM1 0639)	Schematic Drawing of Proposed New Facility

Exhibit 27	(A00560-561)	Schematic Drawing of Preliminary Site Plan for Eastside Lincoln Mercury
Exhibit 28	(ELM1 0603)	Schematic Drawing of Area surrounding Eastside Lincoln Mercury
Exhibit 29	(A00559)	Architectural Depiction of Eastside Lincoln Mercury Building
Exhibit 30	(WTA2 0034-37)	Warranty Counseling Process Overview Section 1
Exhibit 31	(WTA2 0059-95)	Office Operations Manual Section 7.1 for Global Warranty Counseling Process
Exhibit 32	(ELM1 5388-5389)	February 17, 1999 Cincinnati Region Warranty Counseling Process Market Area Team Contact Report for Lincoln Mercury of Kings Auto Mall
Exhibit 33	(ELM1 0628-29)	March 26, 1999 Memorandum to Ford Customer Service Division Regional Managers concerning Second Quarter 1999 Warranty Audit Candidates
Exhibit 34	(ELM1 5003-5004)	April 22, 1999 Letter from Walls to Reichert (with attachments)
Exhibit 35	(ELM1 0842)	September 27, 1999 Letter from Walls to Woeste
Exhibit 36	(ELM1 0856)	October 21, 1998 Warranty Contact Report
Exhibit 37	(ELM1 1934)	Minutes of October 20, 1999 Regional Claims Review
Exhibit 38	(ELM1 0810-823)	October 20, 1999 Warranty Audit Findings of Eastside Lincoln Mercury for November 12, 1998 through August 25, 1999
Exhibit 39	(ELM1 0826)	November 18, 1999 Letter from Walls to Woeste
Exhibit 40	(ELM2 19359)	LMDA 1999CY
Exhibit 41	(ELM2 19360)	2000 Cincinnati Region Budget
Exhibit 42	(ELM2 19358)	2000 LMDA Support

Exhibit 43	(ELM1 8569-70)	February 3, 2000 Memorandum from Carter to Belec
Exhibit 44	(ELM1 4223-33)	February 14, 2000 Lincoln Mercury General Field Bulletin
Exhibit 45	(ELM1 8849-51)	February 4, 2000 New Dealer Appointment Proposal
Exhibit 46	(ELM1 9181-82)	March 14, 2000 Letter from Walls to Dixon
Exhibit 47	(ELM1 13450)	April 5, 2000 Letter from Carter to Stillpass
Exhibit 48	(ELM1 13560-62)	April 7, 2000 New Dealer Appointment Proposal
Exhibit 49	(ELM1 16974-17000)	Allocation Guide for Northgate Lincoln Mercury, Eastside Lincoln Mercury, Fairfield Lincoln Mercury, Florence and Jeff Wyler
Exhibit 50	(ELM1 15411-421)	April 11, 2000 Lincoln Mercury General Field Bulletin
Exhibit 51	(ELM1 14289-90)	April 19, 2000 Letter from Carter to Crowley and Samara
Exhibit 52	(ELM1 13868-870)	Jeff Wyler's Vehicle List
Exhibit 53	(ELM1 13270-74)	May 5, 2000 Interoffice Memorandum to Selected Members of Management regarding Lincoln Premier Experience
Exhibit 54	(ELM1 13275-280)	May 5-11, 2000 Lincoln Premier Experience Regional Management Training Document
Exhibit 55	(ELM1 9980-83)	June 5, 2000 Funding Request
Exhibit 56	(GRN2 0781-0861)	June 15, 2000 Global Warranty Audit Process Document
Exhibit 57	(ELM1 4319-4325)	September 14, 2000 Letter from Brown to Carter and Ertel (with attachments)
Exhibit 58	(ELM1 13480-84)	September 25, 2000 Letter from Carter to Wyler

Exhibit 59	(WTA2 0595-0597)	September 28, 2000 Electronic Field Communication to All Ford and Lincoln Mercury Dealers
Exhibit 60	(ELM1 13466)	September 28, 2000 Letter from Carter to Crowley
Exhibit 61	(ELM1 14291)	September 29, 2000 Consolidation Budget Request
Exhibit 62	(ELM1 3451, 9900, 3453, 3452)	Warranty and Policy Manual for Ford Motor Company
Exhibit 63	(ELM1 13250-13251)	October 9, 2000 Electronic Field Communications
Exhibit 64	(ELM2 19424-25)	October 16, 2000 Memorandum from Beattie to Snider (with attachments)
Exhibit 65	(ELM1 10502-513)	November 21, 2000 In-Dealership Evaluation Report for Fairfield Lincoln Mercury
Exhibit 66	(ELM1 3127-138)	November 22, 2000 In-Dealership Evaluation Report for Eastside Lincoln Mercury
Exhibit 67	(ELM1 9144-9145)	November 24, 2000 Letter from Walls to Reichert
Exhibit 68	(ELM1 1127)	Ford Motor Company Paid Trend Analysis Summary (126 Report)
Exhibit 69	(ELM1 9909)	January 8, 2001 E-mail from Kenner to Kilbride
Exhibit 70	(A00488)	Beattie's Appeal to Lincoln Premier Experience dated December 27, 2000
Exhibit 71	(WTA2 0580-594)	January 11, 2001 E-mail from Powers to Gabrion (with attachments)
Exhibit 72	(ELM1 1106-1114)	February 26, 2001 Minutes of Eastside Lincoln Mercury Opening Conference
Exhibit 73	(ELM1 1103)	Warranty Audit Summary for February 29, 2000 through January 30, 2001

Exhibit 74	(ELM1 0373)	January 31, 2001 Letter from Csernotta to Beattie
Exhibit 75	(ELM1 9903)	February 1, 2001 Letter from Woeste to Carter
Exhibit 76	(ELM1 0807-0809)	February 12, 2001 Letter from Walls to Woeste (with attachments)
Exhibit 77	(ELM1 8435-37)	Regional Implementation Guide for Eastside Lincoln Mercury Audit dated February 28, 2001
Exhibit 78	(ELM1 9906-07)	February 21, 2001 E-mail from Crowley to Carter
Exhibit 79	(ELM1 9904-05)	March 3, 2001 E-mail from Carter to Kenner
Exhibit 80	(ELM1 0771-79)	April 9, 2001 Letter from Walls to Woeste (with attachments)
Exhibit 81	(ELM1 0780-806)	April 9, 2001 Warranty Audit Summary Report for Eastside Lincoln Mercury
Exhibit 82	(ELM1 1102-1104)	Warranty Audit Summary for Eastside Lincoln Mercury for February 29, 2000 through January 30, 2001
Exhibit 83	(ELM1 1095-1101)	Minutes for April 9, 2001 Closing Conference for Eastside Lincoln Mercury
Exhibit 84	(ELM1 0793-0806)	April 9, 2001 Summary of Audit Findings
Exhibit 85	(ELM1 4557-567)	May 2, 2001 Fairfield Lincoln Mercury Forecast Figures
Exhibit 86	(ELM1 9958-59)	May 3, 2001 E-mail from Gwaltney to Carter
Exhibit 87	(ELM1 4596-97)	May 3, 2001 Letter from Reichert to Carter
Exhibit 88	(ELM1 0337-338)	May 7, 2001 Interoffice Memorandum to Lombardi and Lyons from ACSG Controllers Office
Exhibit 89	(ELM1 4517-18)	May 9, 2001 E-mail from Crowley to Carter
Exhibit 90	(ELM1 9960-61)	May 10, 2001 E-mail from Leary to Walls

Exhibit 91	(ELM1 9957)	May 14, 2001 E-mail from Walls to Lombardi
Exhibit 92	(ELM1 4544-47)	May 18, 2001 Request by Ford Motor Company for Amendment to Approved Market Representation Plan
Exhibit 93	(ELM1 0339-0343)	June 28, 2001 J.D. Power In-Dealership Evaluation Report
Exhibit 94	(ELM1 9131-32)	July 24, 2001 Letter from Walls to Huser
Exhibit 95	(ELM1 3586-90)	Eastside Lincoln Mercury Production Summary for Periods September 2000 through August 2001 and January 1998 through May 1998
Exhibit 96	(ELM1 1155)	Eastside Lincoln Mercury Warranty Counseling Process
Exhibit 97	(ELM1 1154)	Kings Auto Mall Warranty Counseling Process
Exhibit 98	(ELM1 1153)	Northgate Lincoln Mercury Warranty Counseling Process
Exhibit 99	(ELM1 1152)	Fairfield Lincoln Mercury Warranty Counseling Process
Exhibit 100	(ELM1 8655-8656)	December 7, 2001 Letter from Brown to Reichert
Exhibit 101	(ELM3 7194-7201)	December 10, 2001 Lincoln Mercury Consolidator Agreement
Exhibit 102	(ELM2 19361)	2001 LMDA Support
Exhibit 103	(ELM2 19362)	2001 Discretionary
Exhibit 104	(ELM1 2533-3072)	Eastside Lincoln Mercury's Financial Statements for January 1996 through April 2002
Exhibit 105	(ELM1 15459)	Lincoln Mercury Map of Franchise Development Areas of Responsibility
Exhibit 106	(ELM3 0001-2984)	Monthly Allocation Schedule Order Bank for Northgate Lincoln Mercury, Jim Dixon Lincoln Mercury, Fairfield Lincoln Mercury, Stillpass Lincoln Mercury, Ridgeview Lincoln Mercury, Florence and Fryson

Exhibit 107	(ELM3 4254-6021)	Monthly Allocation Schedule Order Bank for Eastside Lincoln Mercury and Kings Auto Mall
Exhibit 108	(ELM3 6022-6075)	Schedule Orders for Kings Auto Mall, Northgate Lincoln Mercury, Ridgeview Lincoln Mercury, Jim Dixon Lincoln Mercury, Eastside Lincoln Mercury and Stillpass Lincoln Mercury
Exhibit 109	(WTA1 0001 and 0002)	Compact Disk containing 362-126 Reports
Exhibit 110	(ELM1 0056-57)	March 10, 1997 Navigator Addendum to Lincoln Service and Sales Agreement
Exhibit 111		Pictures of Fairfield Lincoln Mercury
Exhibit 112		Ford Motor Company Organizational Chart for National Warranty Sales Figures for 1993 through 2003
Exhibit 113	(ELM1 17001-17080)	Eastside Lincoln Mercury 2002-2003 Financial Documents
Exhibit 114		General Motors contract with Beechmont Chevrolet
Exhibit 115		Sales and Service Agreements between Ford Motor Company and Eastside Lincoln Mercury
Exhibit 116		Warranty and Policy Manuals for 1985, 1992, 1998, 1999 and 2001
Exhibit 117		Dr. Schmitz's Reports (including Graphs, Charts, and Summary as separate Exhibits)
Exhibit 118	(ELM1 4176-4189)	1999 Cincinnati Region Growth Strategy Plan
Exhibit 119	(ELM4 00025-00180)	Lincoln Mercury Division Dealer Penetration Reports for 1996 through 2002
Exhibit 120	(LPE1 0438-0442)	Guidelines—Lincoln Premier Experience
Exhibit 121	(ELM1 2533-3072)	Monthly Dealer Financial Statements for Eastside Lincoln Mercury



Exhibit 122	(ELM1 3073-3092, 5520-5533, 7124-7143, 9987-10004, 12241-12260, ELM4 00195-00248)	1996-2002 Dealer Performance Reports for Eastside Lincoln Mercury, Kings Auto Mall, Northgate Lincoln Mercury, Jim Dixon Lincoln Mercury, Ridgeview Lincoln Mercury, Florence, and Fryson
Exhibit 123	(ELM1 5552-6023, 7955-8419, 10005-10460, 12261-12725, 2533-3072, ELM4 00249-00277)	1996-2002 Dealer Financial Statements
Exhibit 124	(ELM4 00181-00194)	1996-2002 Lincoln Mercury Division Market Area Reports for Cincinnati Region
Exhibit 125	(ELM4 00002-00024)	August 2, 2001 Letter from Sim Fryson to Ford Motor Company
Exhibit 126	(ELM4 00001)	Dealer Locations and Maps for Lincoln Mercury Dealers in Cincinnati
Exhibit 127		Automotive News Sales Data 1996-2001
Exhibit 128		Automotive News Model Specification for 1997 through 2001
Exhibit 129		Map of Lincoln Mercury, Ford Mercury, and Ford Lincoln Mercury Dealers within 100 mile radius of Eastside Lincoln Mercury
Exhibit 130	(ELM3 8756-8757)	Undated Letter from Zimmerman to Snider
Exhibit 131		Financial Statement GM-format December 1999 through August 2003
Exhibit 132		Depreciation Schedule for Beechmont Chevrolet
Exhibit 133	(WTA2 0029-0051)	Ford Warranty Administration Procedures

Respectfully submitted,

/s/ Elizabeth A. McNellie

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**CERTIFICATE OF SERVICE**

A copy of the foregoing Exhibit List of Defendants Ford Motor Company, Jerry Carter, and A.W. Walls was mailed to Alan J. Statman, Esq., and Gregory J. Berberich, Esq., STATMAN, HARRIS, SIEGEL & EYRICH, LLC, 2900 Chemed Center, 255 East Fifth Street, Cincinnati, Ohio 45202, counsel for plaintiffs, and Steven D. Hengehold, Esq., and James J. Englert, Esq., RENDIGS, FRY, KIELY & DENNIS, LLP, 900 Fourth & Vine Tower, Five West Fourth Street, Cincinnati, Ohio 45202, counsel for defendants Robert C. Reichert and Kenwood Dealer Group, Inc., by regular U.S. mail, postage prepaid, and sent electronically to these same individuals, this 9<sup>th</sup> day of November, 2004.

/s/ Elizabeth A. McNellie  
Elizabeth A. McNellie